

Joshua A. Sussberg, P.C.

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

601 Lexington Avenue

New York, New York 10022

Telephone: (212) 446-4800

Facsimile: (212) 446-4900

Patrick J. Nash, Jr., P.C. (admitted *pro hac vice*)

Ross M. Kwasteniet, P.C. (admitted *pro hac vice*)

Christopher S. Koenig

Dan Latona (admitted *pro hac vice*)

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

300 North LaSalle Street

Chicago, Illinois 60654

Telephone: (312) 862-2000

Facsimile: (312) 862-2200

Counsel to the Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
CELSIUS NETWORK LLC, <i>et al.</i> , ¹)	
)	Bankruptcy Case No. 22-10964 (MG)
Debtors.)	(Jointly Administered)
)	
CELSIUS NETWORK LIMITED and)	
CELSIUS KEYFI LLC,)	
)	
Plaintiffs,)	Adversary Proceeding No. 22-01139 (MG)
v.)	
)	
JASON STONE and KEYFI INC.,)	
)	
Defendants.)	
)	
CELSIUS NETWORK LIMITED and)	
CELSIUS NETWORK LLC,)	
)	
Plaintiffs,)	Adversary Proceeding No. 22-01140 (MG)
v.)	
)	
PRIME TRUST, LLC,)	
Defendants.)	

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); and Celsius US Holding LLC (7956). The location of Debtor Celsius Network LLC's principal place of business and the Debtors' service address in these chapter 11 cases is 121 River Street, PH05, Hoboken, New Jersey 07030.

**AMENDED² AGENDA FOR HEARING TO BE HELD ON
OCTOBER 20, 2022, AT 10:00 A.M. (PREVAILING EASTERN TIME)**

Time and Date of Hearing: October 20, 2022, at 10:00 a.m. (prevailing Eastern Time)
(the “Hearing”)

Location of Hearing: The Honorable Chief Judge Martin Glenn
United States Bankruptcy Court for the Southern District of New York
Alexander Hamilton U.S. Custom House
One Bowling Green, Courtroom No. 523
New York, New York 10004

Hearing Attendance Instructions: In accordance with General Order M-543 (“General Order M-543”), dated March 20, 2020, the Hearing will only be conducted using Zoom for Government. Parties wishing to appear at the Hearing, whether making a “live” or “listen only” appearance before the Court, need to make an electronic appearance through the Court’s website at <https://ecf.nysb.uscourts.gov/cgi-bin/nysbAppearances.pl> **on or before 4:00 p.m. (prevailing Eastern Time) on October 19, 2022.**

Due to the large number of expected participants in the Hearing and the Court’s security requirements for participating in a Zoom for Government audio and video hearing, all persons seeking to attend the Hearing (which is scheduled to commence at 10:00 a.m., October 20, 2022 (prevailing Eastern Time)) must connect to the Hearing beginning at 9:00 a.m., October 20, 2022 (prevailing Eastern Time). When parties sign into Zoom for Government and add their names, they must type in the first and last name that will be used to identify them at the Hearing. Parties that type in only their first name, a nickname or initials will not be admitted into the Hearing. When seeking to connect for either audio or video participation in a Zoom for Government Hearing, you will first enter a “Waiting Room,” in the order in which you seek to connect. Court personnel will admit each person to the Hearing from the Waiting Room after confirming the person’s name (and telephone number, if a telephone is used to connect) with their eCourtAppearance. Because of the large number of expected participants, you may experience a delay in the Waiting Room before you are admitted to the Hearing.

Copies of Motions: A copy of each pleading may be obtained free of charge by visiting the website of Stretto at <https://cases.stretto.com/Celsius>. You may also obtain copies of any pleadings by visiting the Court’s website at <http://www.nysb.uscourts.gov> in accordance with the procedures and fees set forth therein.

² Amended items appear in bold.

I. Contested Matters.

1. **Motion to Appoint Official Preferred Equity Committee.** Motion of Community First Partners, LLC, Celsius SPV Investors, LP, Celsius New SPV Investors, LP, and CDP Investissements Inc. for Entry of an Order Directing the Appointment of an Official Preferred Equity Committee filed by Nelly Cessiska Almeida on behalf of Celsius New SPV Investors, LP, Celsius SPV Investors, LP, Community First Partners, LLC [Docket No. 880].

Objection Deadline: October 3, 2022, at 4:00 p.m. (prevailing Eastern Time). The Objection Deadline was extended to October 13, 2022, at 4:00 p.m. (prevailing Eastern Time).

Responses Received:

- (1) Joinder of Andersen Invest Luxembourg SA SPF to the Motion of Community First Partners, LLC, Celsius SPV Investors, LP, Celsius New SPV Investors, LP and CDP Investissements Inc. for Entry of Order Directing the Appointment of an Official Preferred Equity Committee [Docket No. 924].
- (2) Statement of the United States Trustee to Motion of Community First Partners, LLC, Celsius SPV Investors, LP, Celsius New SPV Investors, LP, and CDP Investissements Inc. for Entry of an Order Directing the Appointment of an Official Preferred Equity Committee [Docket No. 948].
- (3) Debtors' Objection to Motion for Entry of an Order Directing the Appointment of an Official Preferred Equity Committee [Docket No. 1045].
- (4) The Official Committee of Unsecured Creditors' Objection to the Motion of Community First Partners, LLC, Celsius SPV Investors, LP, Celsius New SPV Investors, LP, and CDP Investissements Inc. for Entry of an Order Directing the Appointment of an Official Preferred Equity Committee [Docket No. 1048].
- (5) **Reply in Further Support of the Requesting Holders' Motion for Entry of an Order Directing Appointment of an Official Preferred Equity Committee [Docket No. 1120].**

Related Documents:

- (1) Amended Notice of Hearing on Motion of Community First Partners, LLC, Celsius SPV Investors, LP, Celsius New SPV Investors, LP, and CDP Investissements Inc. for Entry of an Order

Directing the Appointment of an Official Preferred Equity Committee [Docket No. 886].

- (2) Second Amended Notice of Hearing on Motion of Community First Partners, LLC, Celsius SPV Investors, LP, Celsius New SPV Investors, LP, and CDP Investissements Inc. for Entry of an Order Directing the Appointment of an Official Preferred Equity Committee [Docket No. 897].
- (3) Declaration in Support of the Official Committee of Unsecured Creditors' Objection to the Motion of Community First Partners, LLC, Celsius SPV Investors, LP, Celsius New SPV Investors, LP, and CDP Investissements Inc. for Entry of an Order Directing the Appointment of an Official Preferred Equity Committee [Docket No. 1049].
- (4) **Declaration of Andrew M. Leblanc in Support of the Requesting Holders' Motion for Entry of an Order Directing the Appointment of an Official Preferred Equity Committee [Docket No. 1122].**

Status: This matter is going forward.

2. **Bidding Procedures Motion.** Debtors' Motion Seeking Entry of an Order (I) Approving the Bidding Procedures in Connection with the Sale of Substantially All of the Debtors' Assets, (II) Scheduling Certain Dates with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving Contract Assumption and Assignment Procedures, and (V) Granting Related Relief [Docket No. 929].

Objection Deadline: October 13, 2022, at 4:00 p.m. (prevailing Eastern Time).

Responses Received:

- (1) Objection to Motion for an Order Approving Bidding Procedures and for Related Relief [Docket No. 1040].
- (2) The Official Committee of Unsecured Creditors' Statement with Respect to the Debtors' Motion Seeking Entry of an Order (I) Approving the Bidding Procedures in Connection with the Sale of Substantially All of the Debtors' Assets, (II) Scheduling Certain Dates with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving Contract Assumption and Assignment Procedures, and (V) Granting Related Relief [Docket No. 1046].
- (3) Objection of the United States Trustee to Debtors' Motion Seeking Entry of an Order (I) Approving the Bidding Procedures in Connection with the Sale of Substantially All of the Debtors' Assets, (II) Scheduling Certain Dates with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving Contract

Assumption and Assignment Procedures, and (V) Granting Related Relief [Docket No. 1047].

- (4) Víctor Ubierna De Las Heras Joinder to Objection from Vermont (Docket No. 1040) to the Debtors' Motion for an Order Approving Bid Procedures and for Related Relief [Docket No. 1051].
- (5) Daniel A. Frishberg's Omnibus Objection to Debtors' Motion Seeking Entry of an Order (I) Approving the Bidding Procedures in Connection with the Sale of Substantially All of the Debtors' Assets, (II) Scheduling Certain Dates with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving Contract Assumption and Assignment Procedures, and (V) Granting Related Relief and to All Motions Granting Kirkland and Ellis' Associated Legal Fees, Auction Fees, and Any Other Fees or Costs Incurred with Respect to this Auction Thus Far [Docket No. 1054].
- (6) Limited Objection to the Debtors' Motion Approving Bidding Procedures and for Related Relief [Docket No. 1056].
- (7) Limited Objection of the Texas State Securities Board and The Texas Department of Banking to Debtors' Motion Seeking Entry of an Order (I) Approving the Bidding Procedures in Connection with the Sale of Substantially All of the Debtors' Assets, (II) Scheduling Certain Dates with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving Contract Assumption and Assignment Procedures, and (V) Granting Related Relief [Docket No. 1059].
- (8) Limited Objection of Vincent Theodore Goetten to Debtors' Motion Seeking Entry of an Order (I) Approving the Bidding Procedures in Connection with the Sale of Substantially All of the Debtors' Assets, (II) Scheduling Certain Dates with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving Contract Assumption and Assignment Procedures, and (V) Granting Related Relief [Docket No. 1063].
- (9) Limited Objection of the Coordinating States to the Debtors' Motion Seeking Entry of an Order (I) Approving the Bidding Procedures in Connection with the Sale of Substantially All of the Debtors' Assets, (II) Scheduling Certain Dates with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving Contract Assumption and Assignment Procedures, and (V) Granting Related Relief [Docket No. 1065].
- (10) **Supplemental Limited Objection of Immanuel Herrmann to the Debtors' Motion Seeking Entry of an Order (I) Approving the Bidding Procedures in Connection with the Sale of Substantially All of the Debtors' Assets, (II) Scheduling Certain Dates with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving Contract Assumption and Assignment Procedures, and (V) Granting Related Relief [Docket No. 1080].**

- (11) Debtors' Omnibus Reply to Objections to Bidding Procedures Motion [Docket No. 1109].

Related Documents:

- (1) Notice of Filing Revised Proposed Order (I) Approving the Bidding Procedures in Connection with the Sale of Substantially All of the Debtors' Assets, (II) Scheduling Certain Dates and With Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving Contract Assumption and Assignment Procedures, and (V) Granting Related Relief [Docket No. 1110].

Status: This matter is going forward.

3. **Cash Management Motion.** Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to (a) Continue to Operate Their Cash Management System, (b) Honor Certain Prepetition Obligations Related Thereto, (c) Maintain Existing Business Forms, and (d) Continue to Perform Intercompany Transactions, (II) Granting Superpriority Administrative Expense Status to Postpetition Intercompany Balances, and (III) Granting Related Relief [Docket No. 21].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time) for the Official Committee of Unsecured Creditors, the Office of the United States Trustee, and CDP Investissements, Inc., Community First Partners, LLC, Celsius SPV Investors, LP, and Celsius New SPV Investors, LP.

Responses Received:

- (1) The Official Committee of Unsecured Creditors' Limited Objection to the Debtors' Cash Management Motion [Docket No. 401].
- (2) Debtors' Omnibus Reply to Objections to Certain of the Debtors' First and Second Day Motions [Docket No. 448].
- (3) Limited Objection to Cash Management [Docket No. 592].
- (4) Debtors' Reply in Support of Entry of the Final Cash Management Order [Docket No. 1108].

Related Documents:

- (1) Interim Order (I) Authorizing the Debtors to (A) Continue to Operate Their Cash Management System, (B) Honor Certain Prepetition Obligations Related Thereto, (C) Maintain Existing Business Forms, and (D) Continue to Perform Intercompany Transactions, (II) Granting Superpriority Administrative Expense Status to Postpetition Intercompany Balances, and (III) Granting Related Relief [Docket No. 56].

- (2) Second Interim Order (I) Authorizing the Debtors To (A) Continue to Operate Their Cash Management System, (B) Honor Certain Prepetition Obligations Related Thereto, (C) Maintain Existing Business Forms, and (D) Continue to Perform Intercompany Transactions, (II) Granting Superpriority Administrative Expense Status to Postpetition Intercompany Balances, and (III) Granting Related Relief [Docket No. 513].
- (3) Supplemental Notice of Hearing [Docket No. 626].
- (4) Third Interim Order (I) Authorizing the Debtors To (A) Continue to Operate Their Cash Management System, (B) Honor Certain Prepetition Obligations Related Thereto, (C) Maintain Existing Business Forms, and (D) Continue to Perform Intercompany Transactions, (II) Granting Superpriority Administrative Expense Status to Postpetition Intercompany Balances, and (III) Granting Related Relief [Docket No. 699].
- (5) Notice of Filing of Corrected Exhibit 3 to Third Interim Cash Management Order [Docket No. 720].
- (6) Notice of Adjournment [Docket No. 927].
- (7) **Notice of Filing of Proposed Final Order (I) Authorizing the Debtors To (A) Continue to Operate Their Cash Management System, (B) Honor Certain Prepetition Obligations Related Thereto, (C) Maintain Existing Business Forms, and (D) Continue to Perform Intercompany Transactions, (II) Granting Superpriority Administrative Expense Status to Postpetition Intercompany Balances, and (III) Granting Related Relief [Docket No. 1145].**

Status: This matter is going forward.

II. Uncontested Matters.

- 4. **Removal Extension Motion.** Debtors' Motion for Entry of an Order (I) Extending the Time to File Notices of Removal of Civil Actions and (II) Granting Related Relief [Docket No. 987].

Objection Deadline: October 17, 2022, at 4:00 p.m. (prevailing Eastern Time).

Responses Received: None.

Related Documents: None.

Status: This matter is going forward.

- 5. **Rule 2004 Motion.** Examiner's Motion for an Order Authorizing the Examiner to Conduct Rule 2004 Examinations [Docket No. 963].

Objection Deadline: October 17, 2022, at 4:00 p.m. (prevailing Eastern Time).

Responses Received: None.

Related Documents:

- (1) Motion to Shorten Time on Motion for an Order Authorizing the Examiner to Conduct Rule 2004 Examinations [Docket No. 1000].
- (2) Order Granting Examiner's Motion to Shorten Notice of Motion Authorizing Examiner to Conduct 2004 Examinations [Docket No. 1078].
- (3) **Notice of Filing of Revised Proposed Order Authorizing the Examiner to Conduct Rule 2004 Examinations [Docket No. 1136].**

Status: This matter is going forward.

6. **Equity Committee Sealing Motion. Notice of Requesting Holders' Motion for Entry of an Order Authorizing the Filing of Certain Information Under Seal in Connection with the Reply in Further Support of the Requesting Holders' Motion for Entry of an Order Directing the Appointment of an Official Preferred Equity Committee [Docket No. 1118].**

Objection Deadline: October 19, 2022, at 4:00 p.m. (prevailing Eastern Time).

Responses Received: None.

Related Documents:

- (1) **Notice of Filing of Proposed Order Authorizing the Filing of Certain Information Under Seal in Connection with the Reply in Further Support of The Requesting Holders' Motion for Entry of an Order Directing the Appointment of An Official Preferred Equity Committee [Docket No. 1123].**

Status: This matter is going forward.

7. **Equity Committee Motion to Shorten Notice. Notice of Requesting Holders' Motion to Shorten Notice on Their Motion for an Order Authorizing the Filing of Certain Information Under Seal in Connection with the Reply in Further Support of the Requesting Holders' Motion for Entry of an Order Directing the Appointment of an Official Preferred Equity Committee [Docket No. 1119].**

Objection Deadline: October 19, 2022, at 4:00 p.m. (prevailing Eastern Time).

Responses Received: None.

Related Documents:

- (1) **Notice of Filing of Proposed Order Shortening Notice on the Requesting Holders' Motion for Entry of an Order Authorizing the Filing of Certain Information Under Seal in Connection with the Reply in Further Support of the Requesting Holders' Motion for Entry of an Order Directing the Appointment of an Official Preferred Equity Committee [Docket No. 1124].**

III. Adversary Proceedings Pre-Trial Conference.

8. Celsius Network Limited *et al.* v. Stone *et al.* (Adv. Proc. No. 22-01139)

Responses Received:

- (1) Motion to Dismiss Adversary Proceeding [Docket No. 7].

Related Documents:

- (1) Complaint [Docket No. 1].
- (2) Summons and Notice of Pretrial Conference in an Adversary Proceeding [Docket No. 2].
- (3) Joint Rule 26(f) Report [Docket No. 8].
- (4) Notice of Adjournment of Hearing on Certain Motions, Applications, and Status Conferences to October 20, 2022, at 10:00 A.M. (Prevailing Eastern Time) [Docket No. 9].

Status: This Pre-Trial Conference is going forward.

9. Celsius Network Limited *et al.* v. Prime Trust, LLC (Adv. Proc. No. 22-01140)

Responses Received: None.

Related Documents:

- (1) Complaint [Docket No. 1].
- (2) Joint Rule 26(f) Report [Docket No. 7].
- (3) Notice of Adjournment of Hearing on Certain Motions, Applications, and Status Conferences to October 20, 2022, at 10:00 A.M. (Prevailing Eastern Time) [Docket No. 8].

Status: This Pre-Trial Conference is going forward.

IV. Adjourned Matters.

10. **Motion for Relief from Automatic Stay.** First Motion for Relief from Stay [Docket No. 684].

Objection Deadline: October 3, 2022, at 4:00 p.m. (prevailing Eastern Time). The Objection Deadline has been extended to October 25, 2022, at 4:00 p.m. (prevailing Eastern Time).

Responses Received: None.

Related Documents:

- (1) Motion to Amend Incorrect Objection Deadline Date [Docket No. 787].
- (2) Notice of Adjournment of Hearing on Motion of Bradley Condit for Entry of an Order Pursuant to 11 U.S.C. § 362(d)(1) for Relief from the Automatic Stay [Docket No. 1083].

Status: This matter has been adjourned to the hearing on November 1, 2022, at 11:00 a.m. (Prevailing Eastern Time).

11. **Automatic Stay Motion.** Debtors' Motion to Enforce the Automatic Stay and for Civil Contempt [Docket No. 917].

Objection Deadline: October 13, 2022, at 4:00 p.m. (prevailing Eastern Time).

Responses Received:

- (1) Core Scientific, Inc.'s Objection to Debtors' Motion to Enforce the Automatic Stay and for Civil Contempt [Docket No. 1140].

Related Documents:

- (1) **Confidentiality Agreement and Stipulated Protective Order [Docket No. 790].**
- (2) Declaration of Quinn Lawlor in Support of Debtors' Motion to Enforce the Automatic Stay and for Civil Contempt [Docket No. 918].
- (3) **Addendum to Confidentiality Agreement and Stipulated Protective Order [Docket No. 1088].**
- (4) Proposed Joint Stipulation and Agreed Scheduling Order by and Among the Debtors, the Official Committee of Unsecured Creditors,

and Core Scientific, Inc. with Respect to Schedule [Docket No. 1089].

- (5) **Joint Stipulation and Agreed Scheduling Order by and Among the Debtors, the Official Committee of Unsecured Creditors, and Core Scientific, Inc. With Respect to Schedule [Docket No. 1114].**
- (6) ***Ex Parte* Motion of Core Scientific, Inc. for Entry of an Order Authorizing Redaction of Certain Information and Filing of Certain Documents under Seal Pursuant to Section 107(B) of the Bankruptcy Code, Rule 9018 of the Federal Rules of Bankruptcy Procedure, and Local Bankruptcy Rule 9018-1 in Connection with Core Scientific, Inc.'s forthcoming Objection to Debtors' Motion to Enforce the Automatic Stay and for Civil Contempt and Core Scientific Inc.'s Motion Seeking Affirmative Relief [Docket No. 1130].**
- (7) **Declaration of Todd Duchene in Support of Core Scientific, Inc.'s Motion for Entry of an Order Authorizing Redaction of Certain Information and Filing of Certain Documents under Seal Pursuant to Section 107(B) of the Bankruptcy Code, Rule 9018 of the Federal Rules of Bankruptcy Procedure, and Local Bankruptcy Rule 9018-1 in Connection with Core Scientific, Inc.'s forthcoming Objection to Debtors' Motion to Enforce the Automatic Stay and for Civil Contempt and Core Scientific Inc.'s Motion Seeking Affirmative Relief [Docket No. 1132].**
- (8) **Order Authorizing Redaction of Certain Information and Filing of Certain Documents under Seal Pursuant to Section 107(B) of the Bankruptcy Code, Rule 9018 of the Federal Rules of Bankruptcy Procedure, and Local Bankruptcy Rule 9018-1 in Connection with Core Scientific, Inc.'s forthcoming Objection to Debtors' Motion to Enforce the Automatic Stay and for Civil Contempt and Core Scientific Inc.'s Motion Seeking Affirmative Relief [Docket No. 1133].**
- (9) **The Official Committee of Unsecured Creditors' Joinder to the Debtors' Motion to Enforce the Automatic Stay and for Civil Contempt [Docket No. 1139].**
- (10) **Declaration of Jeff Pratt in Support of Core Scientific, Inc.'s Opposition to Debtors' Motion to Enforce the Automatic Stay and for Civil Contempt [Docket No. 1141].**

Status: This matter has been adjourned to a future hearing to be scheduled at the Court's convenience on or around November 7, 2022.

[Remainder of page intentionally left blank]

New York, New York
Dated: October 20, 2022

/s/ Joshua A. Sussberg

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

Joshua A. Sussberg, P.C.

601 Lexington Avenue

New York, New York 10022

Telephone: (212) 446-4800

Facsimile: (212) 446-4900

Email: jsussberg@kirkland.com

- and -

Patrick J. Nash, Jr., P.C. (admitted *pro hac vice*)

Ross M. Kwasteniet, P.C. (admitted *pro hac vice*)

Christopher S. Koenig

Dan Latona (admitted *pro hac vice*)

300 North LaSalle Street

Chicago, Illinois 60654

Telephone: (312) 862-2000

Facsimile: (312) 862-2200

Email: patrick.nash@kirkland.com

ross.kwasteniet@kirkland.com

chris.koenig@kirkland.com

dan.latona@kirkland.com

Counsel to the Debtors and Debtors in Possession